



SAHYADRI INDUSTRIES LIMITED

Registered Office :

Swastik House, 39/D, Gultekdi, J. N. Marg, Pune - 411 037, Maharashtra, INDIA

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CIN No :- L26956PN1994PLC078941

Date: 24th May 2022.

To,
Listing Manager,
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001.

Subject: Submission of Annual Secretarial Compliance Report for the year ended on March 31,2022.

Scrip Code: 532841.

Dear Sir/Madam,

Pursuant to Regulation 24 (A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, We enclose herewith the Annual Secretarial Compliance Report for the financial year ended on March 31, 2022 issued by M/s.Mehta & Mehta, Practicing Company Secretaries.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Sahyadri Industries Limited.

Shrikant Joshi
Company Secretary and Compliance officer
M.No:A47346

SECRETARIAL COMPLIANCE REPORT
SAHYADRI INDUSTRIES LIMITED
FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

We, M/s. Mehta & Mehta, Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by **Sahyadri Industries Limited** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended March 31, 2022 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI").

The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(during the period under review, not applicable to the listed entity);**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(during the period under review, not applicable to the listed entity);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(during the period under review, not applicable to the listed entity);**



(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(during the period under review, not applicable to the listed entity);**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) OTHER REGULATIONS

and circulars/guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matter specified below:

Annual Secretarial Compliance Report under Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended on March 31, 2021 was issued by Mr. Suvir Saraf on May 26, 2021 however the Company had uploaded the same on June 29, 2021 within extended time as provided by Securities and Exchange Board of India.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from our examination of those records.

(c) The following are the details of actions taken against the listed entity/its promoters/directors/material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken e.g., fine, warning letter, debarment, etc.	Observations/remarks of the Practicing Company Secretary, if any
NIL				



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the previous year	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	Pursuant to Regulation 17(1) of SEBI (LODR), the board of directors of the top 2000 listed entities shall comprise of not less than six Directors with effect from April 1, 2020.	The composition of the board from April 01, 2020 till August 31, 2020 was not as per regulation 17(1) of SEBI (LODR).	The composition of the board at the beginning of the year was 4 directors, which should have been 6 Directors under respective regulation(s). However the Company has appointed non-executive and executive director w.e.f August 31, 2020.	The listed entity has complied with the requirements of Regulation 17(1).

For **Mehta & Mehta,**
Company Secretaries
 (ICSI Unique Code P1996MH007500)



Ashwini Inamdar
 Partner

FCS No: **F 9409**
 CP No.: **11226**

Place: Pune
 Date: 18th May, 2022

UDIN: F009409D000340069

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

To,

Sahyadri Industries Limited

39/D Gultekdij N Marg, Pune-411037

Our report of even date is to be read along with this letter.

- 1) Maintenance of record is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our verification of the same.
- 2) We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the listed entity.
- 4) Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.
- 5) The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the listed entity.
- 6) As regards the books, papers, forms, reports and returns filed by the listed entity under the above-mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the listed entity under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.



- 7) This report is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

For **Mehta & Mehta,**
Company Secretaries
(ICSI Unique Code **F1986MH007500**)




Ashwini Inamdar
Partner

FCS No: **F 9409**

CP No.: **11226**

Place: Pune

Date: 18thMay, 2022

UDIN: F009409D000340069